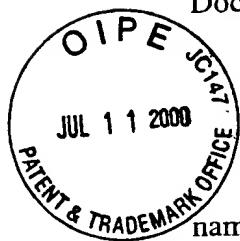


Docket No. 003184.0006

PATENT**DECLARATION, POWER OF ATTORNEY AND PETITION**

As a below named inventor, I hereby declare that:

My residence, citizenship and post office address are as stated below next to my name and signature.

This declaration is of the following type: (*check one*) original; design; supplemental; national stage of PCT or continuing (divisional or continuation) or continuation-in-part.

I believe I am the original, first and sole inventor (*if only one name is listed below*) or an original, first and joint inventor (*if multiple names are listed below*) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

**METHOD AND SYSTEM FOR AWARDING REBATES BASED
ON CREDIT CARD USAGE TO CREDIT CARD HOLDERS**

the specification of which: (*check one*) is attached hereto; was filed on December 22, 1999, as Application Serial No. 09/469,993 and is/was amended on _____ (*if applicable*) or was described and claimed in PCT International Application No. _____, filed on _____ as amended under PCT Article 19 on _____ (*if any*).

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application as defined in Title 37, Code of Federal Regulations, § 1.56.

I hereby identify below, and where indicated claim foreign priority benefits, under Title 35, United States Code §§ 119(a)-(d) or §§ 365(a)-(b) of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America, filed within 12 months (6 months for design) prior to this application, and have also identified below any foreign application(s) for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application(s) on which priority is claimed (*if any*):

Prior Foreign/PCT Application(s)			Priority claimed	
(Number)	(Country)	Day/month/year filed	Yes	No
			<input type="checkbox"/>	<input checked="" type="checkbox"/>
			<input type="checkbox"/>	<input checked="" type="checkbox"/>
			<input type="checkbox"/>	<input checked="" type="checkbox"/>

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below (if any):

60/113,286	December 22, 1998
Provisional Application Number	Filing Date

Provisional Application Number	Filing Date
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I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) or § 365(c) of any PCT International Application designating the United States of America listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT international application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application:

(Application Serial No.)	(Filing date)	(patent, pending, abandoned)
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(Application Serial No.)	(Filing date)	(patent, pending, abandoned)
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(Application Serial No.)	(Filing date)	(patent, pending, abandoned)
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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

And I hereby appoint the following practitioner(s): Randy Lipsitz, Reg. No. 29,189; Philip A. Gilman, Reg. No. 38,160; Richard L. Moss, Reg. No. 39,782; John C. Garces, Reg. No. 40,616; Peter A. Abruzzese, Reg. No. 26,437; Nicholas L. Coch, Reg. No. 20,065; Donald L. Rhoads, Reg. No. 34,705; Chris Kolefas, Reg. No. 35,226; Vito J. Debari, Reg. No. 36,496; Jonathan S. Caplan, Reg. No. 38,094, and Albert B Chen; Reg. No. 41,667 whose correspondence address is:

Kramer Levin Naftalis & Frankel LLP
919 Third Avenue
New York, New York 10022

Direct telephone calls to Kramer Levin Naftalis & Frankel LLP:
(212) 715-9100

as my attorneys with full powers of substitution and revocation, and to receive the patent and to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected therewith.

Please direct all correspondence regarding this application to:

Randy Lipsitz, Esq.
Kramer Levin Naftalis & Frankel LLP
919 Third Avenue
New York, New York 10022
Phone: (212) 715-9100
Fax: (212) 715-8000

Wherefore I pray that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney, and this petition.

Full name of sole or first inventor: Sheryl BEHAR

Inventor's signature: Sheryl Behar Date: 6/22/00

Residence: 1429 Stevenson Road, Hewlett, New York 11557

Citizenship: United States

Post Office Address: 1429 Stevenson Road, Hewlett, New York 11557

Full name of second joint inventor: Carol LEWBELL-GRAY

Inventor's signature: Non-signing inventor - see added page Date: _____

Residence: 2100 Linwood Avenue, Fort Lee, New Jersey 07024

Citizenship: United States

Post Office Address: 2100 Linwood Avenue, Fort Lee, New Jersey 07024

Full name of additional joint inventor: Cheryl CUNHA

Inventor's signature: _____ Date: _____

Residence: 114-78 226th Street, Cambria Heights, New York 11411

Citizenship: Guyana, West Indies

Post Office Address: 114-78 226th Street, Cambria Heights, New York 11411

Full name of additional joint inventor: _____

Inventor's signature: _____ Date: _____

Residence: _____

Citizenship: _____

Post Office Address: _____

Full name of additional joint inventor: _____

Inventor's signature: _____ Date: _____

Residence: _____

Citizenship: _____

Post Office Address: _____

Sheets containing additional joint inventors (*check one*) are, are not attached hereto.

Please direct all correspondence regarding this application to:

Randy Lipsitz, Esq.
Kramer Levin Nastalis & Frankel LLP
919 Third Avenue
New York, New York 10022
Phone: (212) 715-9100
Fax: (212) 715-8000

Wherefore I pray that Letters Patent be granted to me for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney, and this petition.

Full name of sole or first inventor: Sheryl BEHAR

Inventor's signature: _____ Date: _____

Residence: 1429 Stevenson Road, Hewlett, New York 11557

Citizenship: United States

Post Office Address: 1429 Stevenson Road, Hewlett, New York 11557

Full name of second joint inventor: Carol LEWBELL-GRAY

Inventor's signature: _____ Date: _____

Residence: 300 East 74th Street, New York, NY 10021

Citizenship: United States

Post Office Address: 300 East 74th Street, New York, NY 10021

Full name of additional joint inventor: Cheryl CUNHA

Inventor's signature: Cheryl CUNHA Date: 6/6/00

Residence: 114-78-2364 Street, Cambria Heights, New York 11411

Citizenship: Guyana, West Indies

Post Office Address: 114-78-2364 Street, Cambria Heights, New York 11411

Full name of additional joint inventor: 118-19 23ST STREET

Inventor's signature: _____ Date: _____

Residence: _____

Citizenship: _____

Post Office Address: _____

Full name of additional joint inventor: _____

Inventor's signature: _____ Date: _____

Residence: _____

Citizenship: _____

Post Office Address: _____

Sheets containing additional joint inventors (check one) are, are not attached hereto.